

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

WINC, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11238 (LSS)

(Joint Administration Requested)

Docket Ref. No. 14

**NOTICE OF FILING OF REVISED PROPOSED
DEBTOR IN POSSESSION FINANCING DOCUMENTS**

PLEASE TAKE NOTICE that, on December 2, 2022, the above-captioned debtors and debtors in possession (together, the “Debtors”) filed the *Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing, (B) Grant Senior Secured Liens and Superpriority Administrative Expense Claims, and (C) Utilize Cash Collateral; (II) Determining That the Prepetition Secured Lender Is Adequately Protected; (III) Modifying the Automatic Stay; (IV) Scheduling a Final Hearing; and (V) Granting Related Relief* [Docket No. 14] (the “DIP Motion”).² Attached to the DIP Motion as Exhibit A was a proposed form of interim order (the “Proposed Interim Order”).

PLEASE TAKE FURTHER NOTICE that, subsequent to filing the DIP Motion, the Debtors, DIP Lender, and Prepetition Secured Lender negotiated the consensual use of cash collateral, and the parties made changes to the Proposed Interim Order to reflect their agreement. The changes included revisions to the Proposed Interim Order and the term sheet attached thereto, as reflected in the revised form of order attached hereto as **Exhibit 1** (the “Revised Proposed Interim Order”). For the convenience of the Court and other interested parties, attached hereto as **Exhibit 2** is a blackline showing the changes made from the Proposed Interim Order to the Revised Proposed Interim Order.

PLEASE TAKE FURTHER NOTICE that the Debtors intend to seek entry of the Revised Proposed Interim Order at the hearing (the “First Day Hearing”) scheduled before the Honorable Laurie Selber Silverstein, United States Bankruptcy Judge, on **December 6, 2022 at 3:00 p.m. prevailing Eastern Time**. The Debtors reserve all rights to further revise or modify the Revised Proposed Interim Order, and the exhibits attached thereto, at or prior to the First Day Hearing.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Winc, Inc. (8960); BWSC, LLC (0899); and Winc Lost Poet, LLC (N/A). The Debtors’ mailing address for purposes of these chapter 11 cases is 1751 Berkeley Street, Studio 3, Santa Monica, CA 90404.

² Capitalized terms used but not defined herein have the meanings given to them in the DIP Motion.

Dated: December 6, 2022
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Allison S. Mielke

Michael R. Nestor (No. 3526)
Matthew B. Lunn (No. 4119)
Allison S. Mielke (No. 5934)
Joshua B. Brooks (No. 6765)
Shella Borovinskaya (No. 6758)
Rodney Square
1000 North King Street
Wilmington, Delaware 19801
Telephone: (302) 571-6600
Facsimile: (302) 571-1253
Email: mnestor@ycst.com
mlunn@ycst.com
amielke@ycst.com
jbrooks@ycst.com
sborovinskaya@ycst.com

*Proposed Counsel to the Debtors and
Debtors in Possession*